



17401-B  
FEB 19 1997

February 19, 1997

Secretary, Interstate Commerce Commission  
12th and Constitution Avenue NW  
Room 2303  
Washington, D. C. 20423

Dear Secretary:

I have enclosed an original and one counterpart of the document described below, to be recorded pursuant to Section of Title 49 of the United States Code.

This document is a Release of Security Agreement and a secondary document, dated the 19th day of February, 1997.

The primary documents to which this secondary document is connected is recorded under Recordation No. 17401.

The names and addresses of the parties to the documents are as follows:

Assignor/Debtor: Econo-Rail Corporation  
P. O. Box 2701  
Port Arthur, TX 77643-2701

Assignee/Secured Party: First Victoria National Bank  
101 South Main Street  
P. O. Box 1338  
Victoria, TX 77902-1338

A description of the equipment covered by the documents is as follows:

Three (3) railroad locomotives described as follows:

1. Engine No. SP 2884, 1750 horse, Model GP9, manufactured by EMD.
2. Engine No. SP 2878, 1750 horse, Model GP9, manufactured by EMD.
3. Engine No. SP 6563, 2250 horse, GP35, manufactured by EMD.

A short summary of the document to appear in the index follows: Release of Security Agreement covering:

Three (3) railroad locomotives described as follows:

1. Engine No. SP 2884, 1750 horse, Model GP9, manufactured by EMD.
2. Engine No. SP 2878, 1750 horse, Model GP9, manufactured by EMD.
3. Engine No. SP 6563, 2250 horse, GP35, manufactured by EMD.

A fee of \$22.00 is enclosed. Please return the original and any extra copies not needed by the commission for recordation to Craig Friemel at First Victoria National Bank, P. O. Box 1338, Victoria, TX 77902-1338.

Very truly yours,

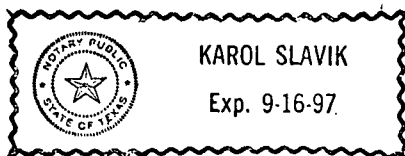
FIRST VICTORIA NATIONAL BANK


BY:   
Craig Friemel  
Senior Vice President

THE STATE OF TEXAS §

COUNTY OF VICTORIA §

This instrument was acknowledged before me on February 19, 1997, by Craig Friemel, Senior Vice President of First Victoria National Bank, on behalf of said corporation.



  
\_\_\_\_\_  
Notary Public, State of Texas

SURFACE TRANSPORTATION BOARD  
WASHINGTON, D.C. 20423-0001

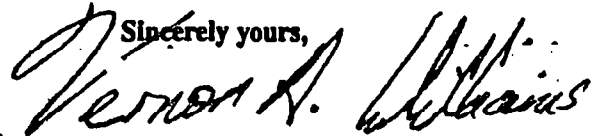
3/19/97

Craig Friemel  
First Victoria National Bank  
P. O.Box 1338  
Victoria, TX., 77902-1338

Dear Sir;

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 3/19/97 at 11:50AM, and assigned recordation number(s). 17778-A, 17781-H, 17781-I, 17523-A, 17661-A and 17401-B.

Sincerely yours,

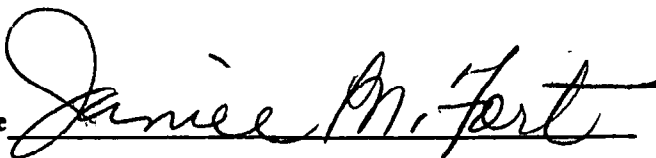


Vernon A. Williams  
Secretary

Enclosure(s)

\$ 144.00 The amount indicated at the left has been received in payment of a fee in connection with a document filed on the date shown. This receipt is issued for the amount paid and in no way indicates acknowledgment that the fee paid is correct. This is accepted subject to review of the document which has been assigned the transaction number corresponding to the one typed on this receipt. In the event of an error or any questions concerning this fee, you will receive a notification after the Commission has had an opportunity to examine your document.

Signature



RELEASE OF SECURITY AGREEMENT

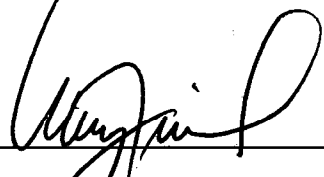
The undersigned, being the present owner and holder of the indebtedness secured by that certain Security Agreement dated June 20, 1991, between Econo-Rail Corporation. (as "Debtor"), which has the address of P. O. Box 2701, Port Arthur, TX 77643-2701 and First Victoria National Bank (as "Secured Party") , which has the address of 101 South Main Street, Victoria, TX 77901, which Security Agreement was filed for record with the Secretary of the Interstate Commerce Commission on July 1, 1991, under Recordation No. 17401, in consideration of the full and final payment of such indebtedness, has released and by these presents does release the above referenced Security Agreement covering the railroad cars described and all security interests and liens created thereby and declares such security interests and liens to be fully discharged and of no further force or effect:

Three (3) railroad locomotives described as follows:

1. Engine No. SP 2884, 1750 horse, Model GP9, manufactured by EMD.
2. Engine No. SP 2878, 1750 horse, Model GP9, manufactured by EMD.
3. Engine No. SP 6563, 2250 horse, GP35, manufactured by EMD.


SIGNED this the 19th day of February, 1997.

FIRST VICTORIA NATIONAL BANK

BY   
Craig Friemel

ITS Senior Vice President

ATTEST:

  
Herschel Vansickle, Senior Vice President

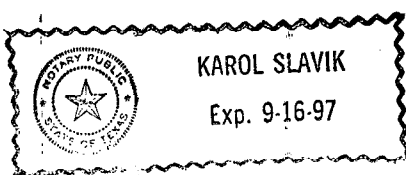
STATE OF TEXAS

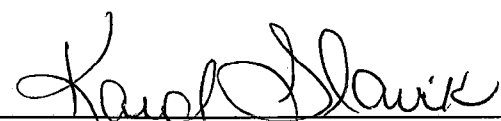
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COUNTY OF VICTORIA

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This instrument was acknowledged before me on February 19, 1997, by Craig Friemel, as Senior Vice President of First Victoria National Bank, on behalf of said corporation.



  
Notary Public, State of Texas